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BEFORE THE ARIZONA CORPORATION COMMISSION

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AZ CORP COMMISSION  
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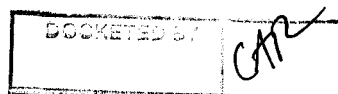
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Arizona Corporation Commission  
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WILLIAM A. MUNDELL  
Commissioner

JAN 22 2003

MIKE GLEASON  
Commissioner



JEFF HATCH-MILLER  
Commissioner

IN THE MATTER OF THE APPLICATION )  
OF THE ARIZONA ELECTRIC DIVISION )  
OF CITIZENS COMMUNICATIONS )  
COMPANY TO CHANGE THE CURRENT )  
PURCHASED POWER AND FUEL )  
ADJUSTMENT CLAUSE RATE, TO )  
ESTABLISH A NEW PURCHASED )  
POWER AND FUEL ADJUSTMENT )  
CLAUSE BANK, AND TO REQUEST )  
APPROVED GUIDELINES FOR THE )  
RECOVERY OF COSTS INCURRED IN )  
CONNECTION WITH THE ENERGY )  
RISK MANAGEMENT INITIATIVES. )

DOCKET NO. E-01032C-00-0751

IN THE MATTER OF THE APPLICATION )  
OF CITIZENS COMMUNICATIONS )  
COMPANY, ARIZONA GAS DIVISION, )  
FOR A HEARING TO DETERMINE THE )  
FAIR VALUE OF ITS PROPERTIES FOR )  
RATEMAKING PURPOSES, TO FIX A )  
JUST AND REASONABLE RATE OF )  
RETURN THEREON, AND TO APPROVE )  
RATE SCHEDULES DESIGNED TO )  
PROVED SUCH RATE OF RETURN. )

DOCKET NO. G-01032C-02-0598

A

1 IN THE MATTER OF THE JOINT )  
2 APPLICATION OF CITIZENS )  
3 COMMUNICATIONS COMPANY AND )  
4 UNISOURCE ENERGY CORPORATION )  
5 FOR THE APPROVAL OF THE SALE OF )  
6 CERTAIN ELECTRIC UTILITY AND )  
7 GAS UTILITY ASSETS IN ARIZONA, )  
8 THE TRANSFER OF CERTAIN )  
9 CERTIFICATES OF CONVENIENCE )  
10 AND NECESSITY FROM CITIZENS )  
11 COMMUNICATIONS COMPANY TO )  
12 UNISOURCE ENERGY CORPORATION, )  
13 THE APPROVAL OF THE FINANCING )  
14 FOR THE TRANSACTIONS AND OTHER )  
15 RELATED MATTERS. )  
16

DOCKET NO. E-01933A-02-0914  
DOCKET NO. E-01032C-02-0914  
DOCKET NO. G-01032A-02-0914

17  
18 **RESPONSE TO APPLICATION FOR LEAVE TO INTERVENE**

19 UniSource Energy Corporation, on behalf of itself, Tucson Electric Power  
20 Company and UniSource's designated affiliate or affiliates, and Citizens Communications  
21 Company (collectively, "Joint Applicants") submit this Response to the Application for  
22 Leave to Intervene filed by Southwest Gas Corporation ("Southwest").

23 Joint Applicants strongly believe that all parties with a sufficient interest to  
24 meet the standards of A.A.C. R14-3-105 should be granted intervention in this matter.  
25 However, Southwest has not stated such an interest in its Application for Leave to  
26 Intervene. Instead, Southwest relies upon its interest in "Commission policies and  
precedent regarding the acquisition and sale of utility assets, such as ratemaking treatment  
in particular" as its sole reason for intervention.

Although Joint Applicants understand Southwest's need to monitor this  
proceeding and would be willing to provide Southwest with copies of all public filings in  
this docket to ease the burden of doing so, the stated basis for intervention does not  
provide Southwest with a direct and substantial interest in this proceeding. See A.A.C.  
R14-3-105.A. Accordingly, a formal intervention by Southwest could unduly broaden the  
issues in this proceeding and could lead to unwarranted delays. See A.A.C. R14-3-105.B.

For the foregoing reasons, Southwest's Application for Leave to Intervene should be denied.

DATED this 22nd day of January, 2003.

LEWIS AND ROCA LLP

By 

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ORIGINAL AND twenty-one (21) copies of the foregoing hand-delivered this 22nd day of January, 2003, to:

Arizona Corporation Commission  
Utilities Division – Docket Control  
1200 W. Washington Street  
Phoenix, Arizona 85007

COPY of the foregoing hand-delivered this 22nd day of January, 2003, to:

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Arizona Corporation Commission  
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Ernest Johnson, Director  
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COPY of the foregoing sent by mail  
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